

VISIT...

LANZAROTE
Caliente.COM



IN FULL COLOUR!

THE NEWEST--AND GREATEST--SUPERHERO OF ALL!

CAPTAIN BRITAIN

10P

**WE
WERE
OUT-
FOXED!**

**BEHOLD!
THE SUPER-
HEROES
HAVE
FALLEN
INTO--**

**--MY
TRAP
OF
DOOM!**

**SPECIAL
BONUS:
SPIDER-MAN
AND THOR
TEAM-UP!**

**THE SKULL'S
CAUGHT US! BUT
HE'LL NEVER
DEFEAT US!
NEVER!**



Stan Lee
PRESENTS:

CAPTAIN BRITAIN!

WHILE THE UNSUSPECTING CITIZENS OF AN ENDANGERED LONDON SLEEP, THE OVERWHELMING TASK OF SAVING THE CITY RESTS WITH TWO SUPERHEROES WHOM THE WORLD THINKS DEAD... AND TWO DIRECTORS OF MANKIND'S MOST POWERFUL SECURITY AGENCIES, S.T.R.I.K.E. AND S.H.I.E.L.D.! AND SHOULD THOSE FOUR FAIL, THE MONSTROUSLY MALEVOLENT RED SKULL HAS PROMISED...

MAYHEM AT MIDNIGHT!

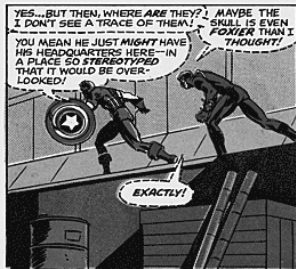
WRITTEN BY
GARY FRIEDRICH

* DRAWN BY
HERB TRIMPE & FRED KIDA

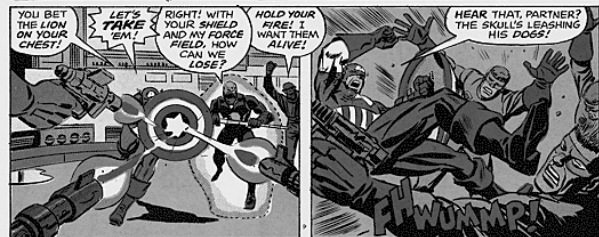
LETTERED BY I. WATANABE
COLoured BY G. ROUSSOS

* EDITED BY
LARRY LIEBER











NOW, TO YOUR CELLS--
WHERE YOU WILL REMAIN
UNTIL YOUR
EXECUTIONS!



MEANWHILE, AN UNSUSPECTING WORLD
GOES ABOUT ITS BUSINESS...



...UNTIL THE NEWS BREAKS!
CAN YOU BELIEVE
IT? THE PRIME
MINISTER--
KIDNAPPED!

IT SAYS
NAZIS DID
IT!...AND THAT
THEY'RE RECRUIT-
ING MEMBERS
RIGHT HERE IN
LONDON!

IF IT'S TRUE, THEN
NO ONE CAN BE
TRUSTED! ANY ONE
OF US COULD BE
A NAZI!

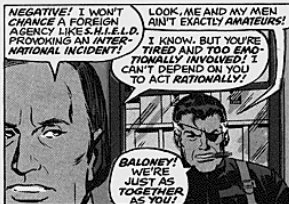
YOU
DON'T KNOW
HOW RIGHT
YOU ARE,
CHUM!



LOOK AT THEM--
MILLING ABOUT IN
SHOCK--AND THEY
DON'T EVEN SUSPECT
THE WORST OF IT!

GOOD THING!
IMAGINE IF WE
HAD RELEASED
THE NEWS
ABOUT THAT
GERM BOMB
THREAT!

COME ON,
HUNTER--
TIME'S
RUNNIN' OUT!
LET ME PUT
S.H.I.E.L.D.
INTO
ACTION!



NEGATIVE! I WON'T
CHANCE A FOREIGN
AGENCY LIKE S.H.I.E.L.D.
PROVOKING AN INTER-
NATIONAL INCIDENT!

LOOK, ME AND MY MEN
AIN'T EXACTLY AMATEURS!

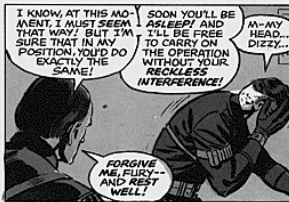
I KNOW, BUT YOU'RE
TIRED AND TOO EMO-
TIONALLY INVOLVED! I
CAN'T DEPEND ON YOU
TO ACT RATIONALLY!

BALONEY!
WE'RE
JUST AS
TOGETHER
AS YOU!



I'M SORRY, COLONEL, BUT
I MUST MAKE CERTAIN
THAT YOU WON'T
INTERFERE!

WHA--
ARE YOU
CRAZY!



I KNOW, AT THIS MO-
MENT, I MUST SEEM
THAT WAY! BUT I'M
SURE THAT IN MY
POSITION, YOU'D DO
EXACTLY THE
SAME!

SOON YOU'LL BE
ASLEEP! AND
I'LL BE FREE
TO CARRY ON
THE OPERATION
WITHOUT YOUR
RECKLESS
INTERFERENCE!

M-MY
HEAD...
DIZZY...

FORGIVE
ME, FURY--
AND REST
WELL!

SEVERAL HOURS LATER, AS NICK FURY TOSSES FITFULLY, HIS DRUG-INDUCED SLEEP IS TORMENTED BY A NIGHTMARE WHICH GROWS CLOSER TO REALITY WITH EACH FATEFUL TICK OF THE CLOCK--

TIME RUNNING OUT--BOMB
WILL GO OFF--EVERY-
ONE'LL DIE--

NO WAY FOR
ME TO STOP IT--
NO WAY!

POOR DEVIL! EVEN
SLEEP GIVES HIM
NO RESPIRE FROM
THE RESPONSIBILITIES HE
CARRIES!

FOR MEN
IN OUR WORK,
THERE'S NEVER
ANY ESCAPE!

DON'T
LET 'EM
DO IT! NO!
NOOOO!

BUT I CAN'T
DWELL ON ONE
MAN'S AGONY--
WHEN AN
ENTIRE CITY IS
ENDANGERED!

IF WE DON'T
LOCATE THE
SKULL IN LESS
THAN AN
HOUR, HE'LL
EXECUTE THE
PRIME
MINISTER!

AND AFTER
THAT HE'LL
DESTROY
LONDON!



THEY'RE
DYING! ALL
OF THEM
DYING!

MUMMIE!
MUMMIE!
WHERE ARE
YOU,
MUMMIE!

MUMMIE--
I'M SICK! I
NEED YOU!

BUT, WHILE THE NIGHTMARE CONTINUES FOR THE DIRECTOR OF S.H.I.E.L.D., A RAY OF HOPE GLIMMERS ALL TOO FAINTLY AT DOCKLAND!

OFFICERS!
YOU MUST 'ELP ME! I
SAW 'EM! HUNDREDS
OF 'EM!

SLOW DOWN,
LEO! LAST TIME
IT WAS THE LOCH
NESS MONSTER!

WHAT'S AFTER
YOU NOW--
CRAZED BUTTER-
FLIES?

NO! I AIN'T
IMAGININ' THINGS
--NOT THIS TIME!
I SAW NAZIS
WITH UNIFORMS
AND GUNS!

IT'S LIKE
WORLD
WAR II
AGAIN! I
TELL YOU--
YOU GOTTA
CALL OUT
THE ARMY!

ON THE WORD
OF AN IN-
VETERATE
TRIPLER?
YOU MUST BE
JOKING!

GO ON HOME,
LEO! SLEEP IT
OFF! YOU'LL
FEEL BETTER,
COME MORNING!

BUT I'M
TELLIN' YOU
THE TRUTH!
THE
TRUTH!

AND, WHILE BRITAIN'S
ONLY HOPE PLEADS TO
BE BELIEVED--

--PRECIOUS MOMENTS
TICK INEXORABLY ON--

UNLESS THE
GOVERNMENT
KNUCKLES UNDER
TO THE SKULL'S
DEMANDS WITH-
IN THIRTY
MINUTES--

--WE HAVE
HAD IT,
GENTLE-
MEN!

MEANWHILE, IN THE HALLOWED HALLS OF PARLIAMENT--

EITHER WE SURRENDER, TO
BUY TIME TO LOCATE AND
ENGAGE THE ENEMY--

--OR WE STAND FIRM,
SACRIFICING THE PRIME
MINISTER'S LIFE--

--BUT SHOWING
THE RUTHLESS
SKULL THAT HIS
AMBITION IS
FUTILE!

THE CHOICE,
GENTLEMEN,
IS YOURS!

THE SANDS OF
YOUR TIME
ARE RUNNING
OUT!

IF THE GOVERNMENT
IS NOT PLACED UNDER
ARREST, CONTROL AT PRE-
CISELY SIX O'CLOCK--

--YOU WILL
BE SUMMARILY
EXECUTED!

NEXT WEEK: "THE NIGHT
BIG BEN STOOD STILL!"



Stan Lee presents

CAPTAIN
BRITAIN'S

FUN PAGE

by
OWEN MCCARRON

BRING ON THE BAD GUYS

SPECIAL!

FROM THE BRIEF GLIMPSES
BELOW, IDENTIFY THE MARVEL BADDIES:



LAST WEEK'S ANSWERS:



MINI-PUZZLES

1. WERNER
2. BLASTAAR

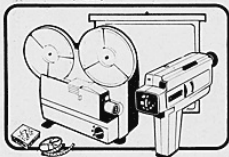
THE ABC OF MARVEL COMPETITION

THE ANSWERS,
THE RUNNERS-UP,
AND THE WINNER
(in alphabetical order,
natch!)

Here's the answers to the quiz.

RODDY McDOWELL
JULIE ANDREWS
DIANA ROSS
ROBERT VAUGHAN
CLINT EASTWOOD
LASSIE

Pretty easy, huh?



Finally, remember we asked you to send in ring-pull tops from soft drinks cans as a contribution towards buying guide dogs for the Blind? Well, you sent in thousands of ring-pull tops which we've presented to Uncle Reg of ABC Minors. Ian Wilson of Jarrow sent in the most tops - 408, to be precise - and wins a special signed copy of Stan Lee's "Bring On the Bad Guys" for his efforts. Marvel and ABC Cinemas would like to say "Thanks" to Ian and all who sent in the ring-pull tops - Thanks!

OK, Pilgrims, that's all. Class dismiss!

WHAT A RESPONSE!

LET ME TELL YOU THIS, PILGRIMS,
SEVENOAKS POST OFFICE AIN'T NEVER
SEEN ANYTHING LIKE IT.

THEY DIDN'T KNOW WHAT HAD HIT 'EM
WHEN THOUSANDS OF ENTRIES FOR THE
ABC OF MARVEL COMPETITION FLOODED
INTO SEVENOAKS, THE NEW CAPITAL OF THE
MIGHTY MARVEL EMPIRE



The ten runners-up, who each win a
copy of the L.P. "Spider-Man: Rock
Reflections of a Superhero" were:

TEDDY CHAU, Monkwearmouth Tyne & Wear.
GREGORY DUNNE, Limavady, Co. Derry.
PAMELA EDWARDS, Swansea, Glamorgan.
MARK EMDEN, Tharston, Norwich.
CASPAR HEWETT, East Finchley, London N.2.
JOHN KEATINGS, Belfast.
RICHARD MOORE, Barnet, Herts.
KEITH POTTER, Hornchurch, Essex.
GRAHAM SCHOLES, Oldham, Lancs.
CRAIG WITHECOMB, Grahams Park,
London N.W.9.

And the first correct entry to be
picked out of the bursting-at-the-
seams postbag belonged to . . .

ATUL PATEL of Wembley, Middlesex.

Congratulations, Atul! You have won
the Home Movie Kit, complete with
Camera, Projector, and films!

Stan Lee PRESENTS: THE FANTASTIC FOUR!™

NOT EVEN THE FABULOUS F.F. CAN SAVE THE WORLD FROM--

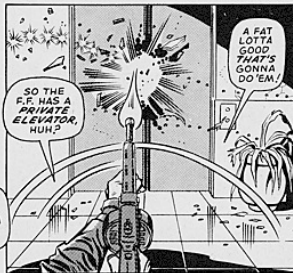
THE HORROR THAT WALKS ON AIR!



A CATACLYSMIC
CO-PRODUCTION OF
SUPER-STAN LEE
and
BIG JOHN BUSCEMA

EMBELLISHMENT BY:
JOHN SINNOTT

LETTERING BY:
ARTIE SIMEK





I TOLD YA THE F.F. WASN'T AS GREAT AS THEY'RE CRACKED UP TO BE!

LET 'EM HAVE IT!

WITH THEM OUTTA ACTION, ALL OF RICHARDS' FORMULAS WILL BELONG TO US!

WE'LL SELL HIS INVENTIONS FOR MILLIONS ON THE OPEN MARKET!

HAH! WE CAUGHT 'EM FLAT-FOOTED... JUST LIKE WE FIGGERED!



THEY MEAN BUSINESS! THEY'RE OUT FOR BLOOD!

THEN LET'S GIVE THEM MORE THAN THEY BARGAINED FOR!



IS THAT THE FASTEST YOU CAN FIRE THAT CHOPPER?

STRETCH ALL YA WANT TO-- IT AINT GONNA SAVE YA!

WE'RE NOT THE ONES WHO ARE IN NEED OF SAVING!



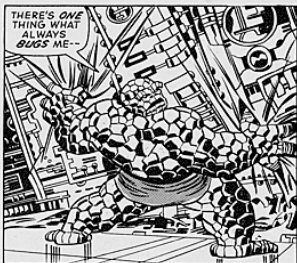
AND, IN CASE YOU NEED PROOF--

I'LL USE MY INVISIBLE POWER TO MAKE HIS ARMS FADE FROM SIGHT!



MY ARMS! WHAT HAPPENED TO 'EM?

THE GUN! IT--IT'S FLOATIN' IN AIR!





Tell it to The CAPTAIN!



CAPTAINS ALL

Dear Bullpen,

Captain Britain has been going long enough now for me to write and tell you what I think about it.

Captain Britain himself is okay as far as he goes. He is hailed as the first British Superhero, totally unique. Unfortunately he's like all your other, American, heroes. Parts of Spiderman and Nova are instantly recognisable, although, thankfully, not much of his Transatlantic counterpart (Capt. America) is in evidence. Which brings me to a question. Why are your heroes invariably called Captain? If one conveniently forgets Nick Fury, all of your heroes with rank in their first titles are Captains.

The Fantastic Four. So much has been written about this group that any comment by me is bound to be a repeat.

Nick Fury. I'm glad this is in colour. Steranko is a genius. No more need or should be said. Lots of your strips look better in Black and White, but strangely enough Agent of Shield doesn't.

Howard the Duck. Sheer genius. I liked the "pull-out" version, and I sug-

gest it becomes standard in Super Spiderman as well.

John Fortune,
396, Ormiston Crescent, Dundee.

If there are some aspects of Captain Britain that are not entirely unfamiliar to you, is that so strange? After all, he's a MARVEL character. If you put him under a microscope, and DON'T discover that then there'd be something wrong somewhere. And what's this bit about all our heroes being "Captains"? Without even trying, we could think of a long list that aren't.

YOUR PICTURE IN THE PAPER

Dear Heroes,

You seem to be receiving more than your fair share of letters concerning questions about how your disciples can become good artists, and how to get their breaks in comicdom. Some of these letters appear frequently in your mags. Just the other day I was quietly digesting your mags when an unusual idea hit me.

It concerns your letters pages which, recently, haven't been up to much in the way of good pictures. My idea is for you to put, instead of Mr. Lieber's pictures, pictures from would-be artists across your letter pages. I am talking, of course, about the new magazine, Captain Britain, but this idea could be stretched across all your present mags. Don't go getting me wrong, Larry's drawings are, in my view, excellent, but what with editing, doing covers and letters pages, Mr. Lieber could do with a rest.

Richard Williams,
37 Regent St., Treorchy, Rhondda,
Glam.

Much as we appreciate your concern for Larry Lieber, the fact is that Larrupin's Larry doesn't draw the pics that appear on the mail-pages. But this doesn't mean that your suggestion doesn't merit careful consideration. It isn't the first time the idea has been mooted, but the original difficulty still stands. Reproduction from drawings for printing presents special problems, and so little of the artwork received from readers would reproduce satisfactorily.

CAP B UNDER THE MICROSCOPE

Dear Marvel,

It's not easy to write a serious critique on the first 10 issues of Marvel's

first exclusive superhero, but I'm going to try.

It is virtually impossible to sum up the character of Cap B (not the actual mag) in one word, although "promising" flashes through this Marvelite's mind.

First, when Marvelom begged for a series all its own, I don't really think this American-produced strip is what we had in mind. The general idea was for strips entirely produced in the U.K. by British writers and artists. But I suppose what we have is a step in the right direction.

The character himself. A corny, but logical name. The staff is quite original, but it isn't really used enough. All C.B. does is swing it around to knock out things and polevault with it. I might have guessed there would be Union Jacks and lions plastered all over his costume. His secret identity—Brian Braddock? Come on guys, you can do better than that!

The supporting cast are the typical superhero supporting cast—bully Jacko Tanner, the eternal girl-friend, Courtney Ross, friend Sandy York, Dora, Dr. Mackenzie the teacher, and now Betsy and Jamie Braddock. The major problem is that it's practically impossible to cram adequate characterisation and superhero action into seven pages. I suggest you take out Nick Fury now he's in MWOM and continue Cap B. onto the colour pages in the back, with the ever-excellent FF in the middle.

Villains? Well, you've certainly introduced a colourful bunch so far. Reaver was polished off far too quickly, so he could be brought back. Hurricane was too ordinary, but you handled him quite well. The new villain, Dr. Synne, is quite interesting, but... who is he? Where did he get his powers? Why does he want to control the world? Why does he want to kill the Braddock brothers?

Finally, a brilliant move on Chris' part was the introduction of the cops Dai Thomas and Kate Fraser, who appeared in Blade's Marvel Preview story.

I wish you the best of luck with CB, and look forward to more exclusive U.K. stories.

Paul Mount,
17 Vishwell Rd., Llandaff, Cardiff.

We're not gonna let you get away with that statement in your opening paragraph, hero. 'Cos we take EVERY critique that's sent to us SERIOUSLY! And, having disposed of that little confusion, let's move on. We'd say, and we'd like to feel that a small army of Marvelites would agree with us, that the

creation of Captain Britain is a MAJOR step in the right direction. We understand your healthy desire for more of the gallant Cap each week, but if you've been reading the mail-pages as regularly as you should, you'll know that because Cap B IS specially drawn for the mag, and because the mag is a WEEKLY publication and not a monthly one, the length of the story is governed, among other things, by the weekly output of an artist. But let's talk about the Captain's staff. Pretty soon you'll find that our man will be doing a lot more with it than swinging it around. But no—we're not gonna spoil it for you at this stage. And all those questions you ask about Dr. Synne. Why does he want to control the world? In case you haven't noticed, let us tell you that the REAL world isn't short of people who want to control it, and none of those has an acceptable reason. And those same insatiable seekers after power would have no scruples about disposing of anyone who stood in THEIR way. So doesn't that make our Dr. Synne a REAL villain?

GARRULOUS GARY

Hey, Guys,

Since when has Captain Britain taken to chewing on dictionaries? Since Gary took over in issue 11, that's when. And if Gary thinks that the "Thor-Surfer" small talk is Cap's scene, or Britain's for that matter, he'd better

put his 100% made-in-America hamburger down, take off his rose-coloured specs and read up on Great Britain today.

I'm not saying he doesn't have his reasons, but I am saying that those reasons, whatever they are, are all "screwed-up".

Don't go yet, I was just getting to the praise bit of my letter. Okay, so I didn't like the speech, but as for the rest of the script it was the best I have read, either in a U.S. or a U.K. title, except U.S. Hulk 206 onwards.

Peter Wesson,
53 Beaumont Rd., Petts Wood,
Orpington, Kent.

Peter—you've really turned us upside down, pushed us flat on our faces and crammed us with insecurity! Because we've been happily basking in the warmth of the letters we've been receiving on the subject of the speech styles in the Cap Brit strip. And those letters have been praising the absence of the 'I say, old bean' and the 'Lumme, Guv, it's a fair cop' patter. And then along you come, tearing our complacency to shreds. Surely those other Marvelites can't all be wrong?



CAPTAIN BRITAIN MAILBAG
MARVEL COMICS, TUBS HILL HOUSE,
SEVENOAKS, KENT

TV TIME.

CALLING ALL MARVELITES IN THE LONDON AREA!
DONTCHA DARE MISS THE FANTASTIC FOUR
CARTOONS BEING SCREENED ON LONDON WEEKEND
TELEVISION AT 9.40 ON SATURDAY MORNINGS.
THEY'RE ESSENTIAL VIEWING FOR ANY F.F. FAN!



And Marvelites in the rest of the country—why not write to your local T.V. Station and demand that these cartoons are shown? It just ain't right that you should miss out on all this T.V. action. Put pen to paper now!







IT'S AGATHA HARKNESS--
CONTACTING
US BY THE
POWER OF
WITCHCRAFT!

BUT, SHE'S
BEEN HOME
--IN THE
MOUNTAINS--
TAKING CARE
OF LITTLE
FRANKLIN

IF THIS
MEANS--
THAT SOME-
THING IS
WRONG--
WRONG WITH MY
BABY--!!

DO NOT
WORRY
ABOUT YOUR
SON! HE IS
ALL RIGHT.

BUT THERE
IS DANGER!
A DANGER
FAR
GREATER
THAN YOU
SUSPECT!



A DANGER TO
ALL OF
MANKIND!

--TO THE
PLANET
EARTH
ITSELF!

WHAT IS IT,
MISS
HARKNESS?

TELL
US,
YOU
MUST
TELL
US!



I DO NOT KNOW! IT IS SOME-
THING SO STRANGE--SO
TOTALLY ALIEN--THAT MY
SPELLS CANNOT SHOW IT!

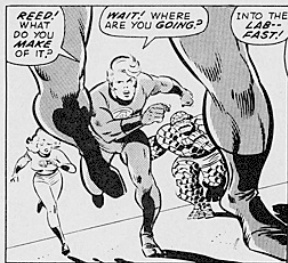
BUT ALL THE MYSTIC
SIGNS AGREE--IT HAS
REACHED OUR WORLD
AT THIS VERY INSTANT!



I HAVE GIVEN
THE WARNING!
I CAN DO NO
MORE!

THE
REST IS
UP TO
YOU!

SHE'S--FADING
AWAY!





OVER THE VAST, SPRAWLING CONTINENTS--ACROSS THE ENDLESS, ROARING SEAS--ABOVE THE DESERTS--THE JUNGLES--THE TEEMING CITIES OF EARTH HE COMES--THIS STRANGELY SILENT BEING--THIS PROUD AND POWERFUL FIGURE--THIS MAN WHO WALKS ON AIR--



HE PEERS AT OUR WORLD THROUGH EYES WITHOUT EMOTION, WITHOUT EXPRESSION-- EYES WITHOUT MERCY!



HE HOVERS ABOVE THE SMALLEST HAMLET-- THE LARGEST METROPOLIS--AND NOTHING ESCAPES HIS NOTICE!



DISTANCE ITSELF IS WITHOUT MEANING TO HIM--FOR HE CAN ZOOM THROUGH THE SKY FASTER THAN THE EYE CAN FOLLOW!



BUT, ABOVE THE ROCKY COAST OF MAINE, HIS SPEED SLACKENS ONCE AGAIN, AND IT IS THERE THAT REED'S SCANNER FINALLY ZEROS IN--

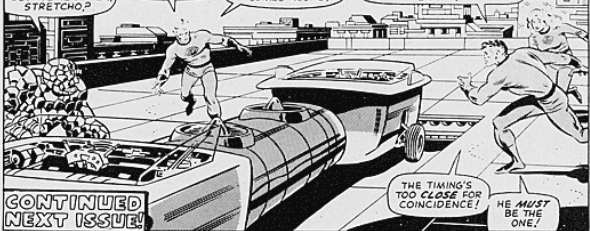


WHAT MAKES YA THINK HE'S THE GUY WE'RE AFTER, STRETCH?

A MAN WHO WALKS ON AIR?

HE'LL DO TILL SOMETHING BETTER COMES ALONG!

MRS. HARKNESS SAID THE MENACE HAS JUST REACHED EARTH!



CONTINUED NEXT ISSUE!

THE TIMING'S TOO CLOSE FOR COINCIDENCE!

HE MUST BE THE ONE!

FURY



THE ROUGHEST, TOUGHEST
WAR COMIC EVER BLASTS
INTO ACTION NEXT WEEK!
PRICE 9p! WITH GREAT FREE GIFT!

STAN LEE
PRESENTS

SPIDEY AND THOR! --TOGETHER!

THE DARK OF DOOM!

THINGS HAVE GONE A BIT AWRY ON EARTH! EVERYTHING AND EVERYONE--EXCEPT SPIDER-MAN AND THOR--HAVE BEEN FROZEN IN AN INSTANT OF TIME... WITH THE UNUSUAL SIDE-EFFECT OF REVERSING THE COLOUR OF REALITY ITSELF! AND TO MAKE MATTERS WORSE, A RATHER VILLAINOUS-LOOKING BAND JUST MATERIALIZED OUT OF NOWHERE...

STRANGE... THESE
BE FACES FAMILIAR
TO ME!

LOOKS LIKE SOME UN-
INVITED COMPANY, THUNDER
GOD! AND I DON'T THINK
THEY CAME FOR COFFEE
AND DONUTS!

GERRY CONWAY, SCRIPTER
ROSS ANDRU, ARTIST
JIM MOONEY, INKER
ARTIE SIMEK, LETTERER
ROY THOMAS, EDITOR







--BEHOLD
THE DARK
CRYSTAL!

'TIS THIS
WHICH
CONTROLS
THE FATE
OF WORLDS
-- WHICH
DAMS THE
STREAM
OF TIME!

LOOK DEER
BLONDBAIR--
FOR IN ITS
FIRE YOU
SEE THE
LONG-AWAITED
DESTRUCTION
OF ASGARD!



I SAY
THEE
WAY,
TROLL!

NOT WHILE THE
SON OF ODIN
LIVES SHALL
ASGARD FALL!

FACE ME,
KRYLLK--
AND MEET
THY--

BY
THE
STARS!



WHAT
MADNESS
IS THIS?
THEY VANISH
IN OUR VERY
GRASP--LIKE
WISPS OF
FADING
SMOKE!

HUH?





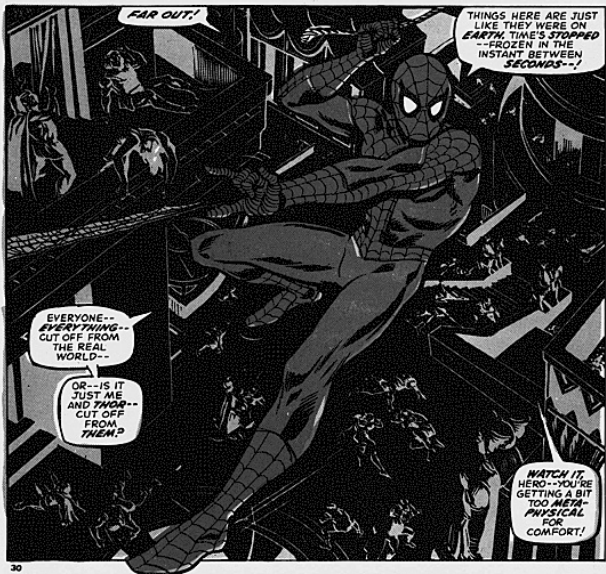
ACROSS A SPAN
OF TEN MILLION
MILES TWO
TORNADOES SPIN--

--ONE, TOWARD
A DISTANT,
LONELY
ASTEROID--

--THE OTHER,
TO FABLED
ASGARD--



--AND THE
STRANGEST
BATTLE
OF
ALL!



FAR OUT!

THINGS HERE ARE JUST
LIKE THEY WERE ON
EARTH. TIME'S STOPPED
--FROZEN IN THE
INSTANT BETWEEN
SECONDS--!

EVERYONE--
EVERYTHING--
CUT OFF FROM
THE REAL
WORLD--

OR--IS IT
JUST ME
AND THOR--
CUT OFF
FROM
THEM?

WATCH IT,
HERO--YOU'RE
GETTING A BIT
TOO META-
PHYSICAL
FOR
COMFORT!

STILL--I WISH
I COULD
UNDERSTAND
WHAT'S GOING
ON--

--HOW THIS
GUY KRYLLK
SNAGGED A
HITCH IN
TIME--

--AND
EVEN
MORE
IMPORTANT--

WHY!

PERHAPS THE ANSWER'S
ELSEWHERE, WEB-
SLINGER...

...ON A PLANETOID
ORBITING SOME-
WHERE NEAR
JUPITER...

...A COLD AND FORBIDDING
PLACE... EVEN FOR THE
MIGHTY GOD OF THUNDER!

'TIS MOST
PASSING
STRANGE!

THIS ROCK
BE TOO
SMALL TO
TRAP E'EN
THE
THINNEST
ATMOSPHERE--

--AND YET--I DO
HEAR THE PULSE OF
HEAVY MACHINERY--

NAY--NOT
HEAR--

--FEEL--
IN THE
GROUND
BENEATH
MY FEET!

SO! THEREIN LIES
THE HIDDEN
SECRET--

--FOR THE THREAT
BE NOT UPON THIS
BARREN ASTEROID--

WHONK!

--BUT
WITHIN
IT!

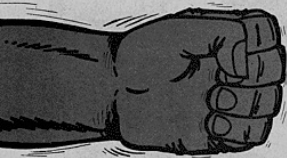
**CONTINUED
NEXT ISSUE!**

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